PLAZA
ENTERTAINMENT, INC.

Producer and Distributor of
Quality Family Programming

March 30, 1999

Mr. Sam Besse
DUNN AND SANDERSON
141 Duesenberg Drive, Suite 10
Westlake Village, CA 91362

Via Fax (805) 497-7224

Twenty-One (21) Pages, Including This Cover

RE: COMMENTARY ON LEGITIMATE DISPUTES / RESPONSES IN THE MATTER OF VENTRAL DE VIDEO vs. PLAZA / AMERICAN HAPPENINGS

Dear Sam:

I'm sorry it's taken so long to retrieve the old accounting records related to the late receipt of goods, and our subsequent forced repackaging. I wanted the back-up to be completely accurate and in-hand due to Mark Edward's insanely relentless assaults upon the parties to this matter.

I am available still for the scheduled depositions (Thursday, April 1st?). Please let me know WHEN, WHERE and WHAT TO BRING if these are definitely proceeding.

Also, we are working on an incoming wire-transfer which (if received) would enable Plaza to make the second payment of $20,000. Perhaps, however, this may be a moot point, as I'm unclear if Herklotz is making any settlement payments at this time. Perhaps if Mr. Edwards is insistent upon his proceedings (and presuming that the court would ALLOW a junior creditor to attach assets which are subject to other, senior liens, such as the WRS U.C.C.), then Plaza might be better off providing you or some other law firm with the $20,000 as a prepayment for a Chapter 11 filing? While such a move would take the pressure off of Plaza, I don't think it would alleviate the enforceability of the Herklotz guarantee. Anyway, we should speak on Wednesday morning (3-31) and discuss all aspects of this situation.

Please don't hesitate to call me if you need any additional information, materials or any other back-up regarding my attached, twenty-page response.

Sincerely,

Eric Parkinson
President / C.E.O.

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EXHIBIT
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